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MAR - 8 2002

**DECLARATION AND POWER OF ATTORNEY**

As a below named inventor, I hereby declare that:

My residence, post office address, and citizenship are as stated below next to my name.

I believe I am the original, first and sole inventor (if only one name is listed below) or an original, first and joint inventor (if plural names are listed below) of the subject matter which is claimed and for which a patent is sought on the invention entitled: **CUSTOMER-CONTROLLED INVENTORY ACCESS**, the specification of which:

- ☒ is attached hereto.  
☐ was filed on: \_\_\_\_\_, as Application Serial No. \_\_\_\_\_

I hereby state that I have reviewed and understand the contents of the above identified specification, including the claims.

I acknowledge the duty to disclose information which is material to the examination of this application in accordance with Title 37, Code of Federal Regulations, §1.56(a).

I hereby claim foreign priority benefits under Title 35, United States Code, §119 of any foreign application(s) for patent or inventor's certificate listed below and have also identified below any foreign application for patent or inventor's certificate having a filing date before that of the application on which priority is claimed.

**PRIOR FOREIGN APPLICATION(S):**

<u>Priority Claimed</u>	<u>Number</u>	<u>Country</u>	<u>Date Filed</u>
Yes		US	

I hereby claim the benefit under Title 35, United States Code, §120 of any United States Application(s) listed below, and, insofar as the subject matter of each of the claims of this application is not disclosed in the prior United States application in the manner provided by the first paragraph of Title 35, United States Code, §112, I acknowledge the duty to disclose material information as defined in Title 37, Code of Federal Regulations, §1.56(a) which occurred between the filing date of the prior application and the national or PCT international filing date of this application:

60/215,503	6/30/2000	pending
60/218,109	7/13/2000	pending
60/219,589	7/20/2000	pending
60/242,248	10/20/2000	pending
(Application Serial No.)	(Filing Date)	(Status)

I hereby appoint the following attorney(s) and/or agent(s) to prosecute this application and to transact all business in the Patent and Trademark Office connected therewith, with full power of substitution and revocation:

<u>Name</u>	<u>Registration No.</u>	<u>Address Telephone Calls and Correspondence to:</u>
Daniel N. Lundeen	31,177	Daniel N. Lundeen
A.M. (Andy) Arismendi, Jr.	31,715	Lundeen & Arismendi, L.L.P.
David B. Dickinson	47,525	P.O. Box 131144
Carrie A. Boone	48,282	Houston, Texas 77219-1144
		(713) 652-2555

I hereby declare that all statements made of my own knowledge are true and that all statements made on information and belief are believed to be true; and further that these statements were made with the knowledge that willful false statements and the like so made are punishable by fine or imprisonment, or both, under §1001 of Title 18 of the United States Code and that such willful false statements may jeopardize the validity of the application or any patent issued thereon.

INVENTOR'S FULL NAME: Michael J. Cleary

INVENTOR'S SIGNATURE: \_\_\_\_\_

Date: \_\_\_\_\_

CITIZENSHIP: US

RESIDENCE ADDRESS: Ponte Vedra Beach, Florida

POST OFFICE ADDRESS: 253 Odums Mill Blvd., Ponte Vedra Beach, FL 32082

ADDITIONAL JOINT INVENTOR(S) LISTED ON ATTACHED SHEET: ☒ Yes ☐ No

INVENTOR'S FULL NAME: Cathy R. Faulkner

INVENTOR'S SIGNATURE: \_\_\_\_\_

Date: \_\_\_\_\_

CITIZENSHIP: US

RESIDENCE ADDRESS: Neptune Beach, Florida

POST OFFICE ADDRESS: 1907 1<sup>st</sup> Street, Neptune Beach, FL 32266INVENTOR'S FULL NAME: Jason R. HallINVENTOR'S SIGNATURE: Jason R. HallDate: 11-13-01

CITIZENSHIP: US

RESIDENCE ADDRESS: Carrollton, Texas

POST OFFICE ADDRESS: 3127 Landover Dr., Carrollton, Texas 75007

INVENTOR'S FULL NAME: Marjo A. Hernandez

INVENTOR'S SIGNATURE: \_\_\_\_\_

Date: \_\_\_\_\_

CITIZENSHIP: US

RESIDENCE ADDRESS: Allen, Texas

POST OFFICE ADDRESS: 2026 St. Anne Dr., Allen, Texas 75013

INVENTOR'S FULL NAME: Richard L. White

INVENTOR'S SIGNATURE: \_\_\_\_\_

Date: \_\_\_\_\_

CITIZENSHIP: US

RESIDENCE ADDRESS: St. Augustine Beach, Florida

POST OFFICE ADDRESS: 4 Quail Court, St. Augustine Beach, FL 32088

Declaration

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ASSIGNMENT

The ASSIGNORS, Michael J. Cleary, a citizen of the United States, having a postal address at 253 Odoms Mill Blvd., Ponte Vedra Beach, FL 32082; Cathy A. Faulkner, a citizen of the United States, having a postal address at 1907 1<sup>st</sup> Street, Neptune Beach, FL 32266; Jason R. Hall, a citizen of the United States, having a postal address at 3127 Landover Dr., Carrollton, TX 75007; Mario A. Hernandez, a citizen of the United States, having a postal address at 2026 St. Anne Dr., Allen, TX 75013 and Richard L. White, a citizen of the United States, having a postal address at 4 Quail Court, St. Augustine, FL 32084 have invented CUSTOMER-CONTROLLED INVENTORY ACCESS, an invention which is fully described and claimed in U.S. Ser. No. 09/681,968 filed June 30, 2001.

The ASSIGNOR, CellStar Corporation, a corporation organized and existing under the laws of Delaware, having a postal address and a business address at 1730 Briercroft Court, Carrollton, TX 75006 was the employer of Michael J. Cleary, Cathy A. Faulkner, Jason R. Hall, Mario A. Hernandez and Richard L. White at all times pertinent to the discovery of said invention.

The ASSIGNEE, CellStar, Ltd., by National Auto Center, Inc., its sole general partner, a limited liability partnership, organized and existing under the laws of Texas, having an office at 1730 Briercroft Court, Carrollton, TX 75006, wishes to acquire the entire right, title and interest in and to the invention and under Letters Patent which may be obtained for this invention.

For valuable and legally sufficient considerations, receipt of which are hereby acknowledged, the Assignors sell, assign and transfer to Assignee, its successors and assigns, the entire right, title and interest for the United States in and to the above-identified invention and application and for the full term of any Letters Patent of the United States that may issue for the invention.

The Assignors also sell, assign and transfer to Assignee the entire right, title and interest in and to the invention and application for Letters Patent and Letters Patent therefor in all countries foreign to the United States, including all rights under the International Convention. The Assignors further authorize Assignee to apply for Letters Patent in foreign countries in the name of Assignee, and to claim the priority of the filing date of the United States Application under the provisions of the International Convention.

The Assignors further agree, for each of them and their legal representatives, they will assist Assignees in the prosecution before the United States Patent and Trademark Office and the Federal Courts of this application, and other applications for Letters Patent including renewals, continuations, divisions, reissues and substitutions, that the Assignee elects to make covering the invention. The Assignors vest in Assignee like exclusive title in and to all such other applications and Letters Patent. The Assignors will execute and deliver to Assignee any documents which may be requested by Assignee to carry out the terms of this Assignment.

The Commissioner of Patents and Trademarks of the United States is authorized and requested to issue Letters Patent of the United States to Assignee. The Assignors also authorize and request the equivalent authorities in foreign countries to issue the patents of foreign countries to Assignee.

ASSIGNORS

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Michael J. Cleary

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Date

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Cathy A. Faulkner

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Date

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*Jason R. Hall*  
Jason R. Hall

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11-13-01  
Date

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Mario A. Hernandez

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Date

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Richard L. White

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Date

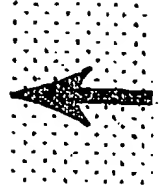
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CellStar Corporation  
By: Elaine Flud Rodriguez  
Title: Senior Vice President,  
Secretary and General Counsel

\_\_\_\_\_  
Date

ASSIGNEE

\_\_\_\_\_  
CellStar, Ltd., by National Auto  
Center, Inc., sole general partner  
By: Elaine Flud Rodriguez  
Title: Senior Vice President,  
Secretary and General Counsel

\_\_\_\_\_  
Date



ASSIGNORS

Michael J. Cleary  
Michael J. Cleary

8/3/01  
Date

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Cathy A. Faulkner

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Date

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Michael J. Cleary

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Date

  
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Cathy A. Faulkner

8-27-2001  
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Date

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Jason R. Hall

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Michael J. Cleary

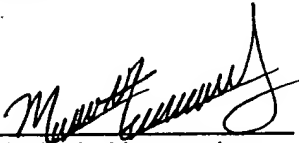
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Mario A. Hernandez

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7/26/2001  
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Richard L. White

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CellStar Corporation  
By: Elaine Flud Rodriguez  
Title: Senior Vice President,  
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Richard L. White

7/15/01  
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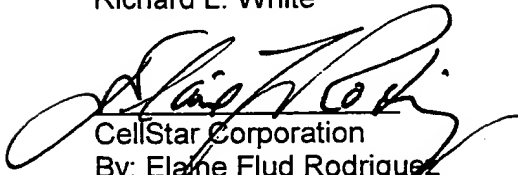
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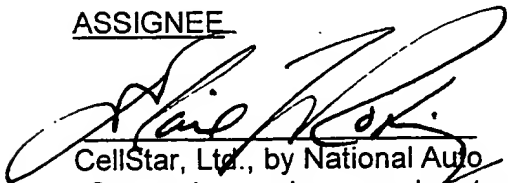
CellStar Corporation

By: Elaine Flud Rodriguez

Title: Senior Vice President,  
Secretary and General Counsel

July 12, 2001  
Date

ASSIGNEE



CellStar, Ltd., by National Auto  
Center, Inc., sole general partner

By: Elaine Flud Rodriguez

Title: Senior Vice President,  
Secretary and General Counsel

July 12, 2001  
Date